

**THE  
GREENBRIER  
COMPANIES**

The Greenbrier Companies, Inc.

One Centerpointe Drive, Suite 200  
Lake Oswego Oregon 97035  
503 684 7000 Fax 503 684 7553

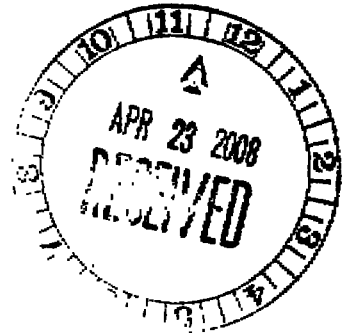
RECORDATION NO. 27474 FILED

April 21, 2008

APR 23 '08

4-10 PM

SURFACE TRANSPORTATION BOARD



Ms. Anne K. Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement for Schedule No. 1 dated January 1, 2008, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: CSX Transportation, Inc.  
500 Water Street  
Jacksonville, FL 32202

A description of the railroad equipment covered by the enclosed document is:

One hundred ten (110) new 5,188 cubic foot, 111-ton welded steel triple covered hopper railcars, bearing reporting marks and numbers as follows: CSXT 265200 through CXST 265309, inclusive.

Also enclosed is a payment of \$35 payable to the order of the Surface Transportation Board covering the required recordation fee.

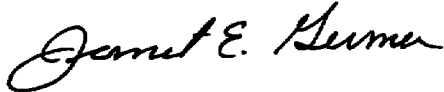
Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

Ms. Anne K. Quinlan  
April 21, 2008  
Page 2

A short summary of the enclosed primary document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 1 dated as of January 1,  
2008 between Greenbrier Leasing Company LLC, Lessor, and CSX  
Transportation, Inc., Lessee.

Sincerely,

A handwritten signature in black ink, reading "Janet E. Germer". The signature is written in a cursive, flowing style.

Janet E. Germer  
Executive Assistant

JEG  
Enclosure

cc: Robert W. Alvord, Esq.

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SURFACE TRANSPORTATION BOARD

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***MEMORANDUM OF LEASE AGREEMENT***

***BETWEEN***

***GREENBRIER LEASING COMPANY LLC ("LESSOR")***

***AND***

***CSX TRANSPORTATION, INC. ("LESSEE")***

***JANUARY 1, 2008***

***SCHEDULE NO. 1***

***JANUARY 1, 2008***

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Memorandum of Schedule No. 1 dated January 1, 2008 to a Lease Agreement made and entered into as of January 1, 2008, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and CSX Transportation, Inc., a Virginia corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred ten (110) new 5,188 cubic foot, 111-ton welded steel triple covered hopper railcars, bearing reporting marks and numbers as follows: CSXT 265200 through CSXT 265309, inclusive.
2. Schedule No. 1 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 1, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective officers as of the date and year first above written.

LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: 

NAME: 4/17/08

TITLE: Vice President

LESSEE:

CSX TRANSPORTATION, INC.

BY: 

NAME: CHRISTINE MASTROIANNI

TITLE: MG R LEASING & TREASURY

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 17<sup>th</sup> day of April, 2008, before me personally appeared James T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

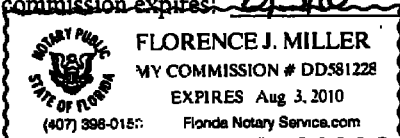


Janet E. Germer  
NOTARY PUBLIC  
My commission expires: 5/28/2010

STATE OF FLORIDA )  
 ) ss.  
COUNTY OF Duval )

On this 2 day of April, 2008, before me personally appeared Christine Hestromotto, to me personally known, who being by me duly sworn, says that s/he is the Manager Leasing & Treasury of CSX Transportation, Inc. and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

Florence J. Miller  
NOTARY PUBLIC  
My commission expires: 8/3/10

The image is an official notary seal for Florence J. Miller. It is a rectangular stamp with a decorative border. Inside the border, on the left, is a circular emblem featuring a star and the words "NOTARY PUBLIC" and "STATE OF FLORIDA". To the right of the emblem, the text reads: "FLORENCE J. MILLER", "MY COMMISSION # DD581228", "EXPIRES Aug 3, 2010", and "Florida Notary Service.com".